BOOK 0693 PAGE 0178

MEMORANDUM OF OIL AND GAS LEASE

West Virginia

The undersigned **Daniel E. Knox and Sandra L. Knox, his wife**

of **Rd # 3 Box # 29, Moundsville WV 26041**

as Lessor and **TriEnergy Holdings, LLC, P.O. Box 89, Sewickley, PA 15143**, as Lessee, entered into an Oil and Gas Lease as of the 17 day of December, 2009. Said lease covers all that certain tract of land situate in the District of **Clay**, in **Marshall** County, State of **West Virginia**, bounded and described generally as follows:

On the North by: n/f:

On the East by: n/f:

On the South by: n/f:

On the West by: n/f:

Tax Parcel No: **04-03-41.1 (.715 ac.) & 04-03-37 (1.35 ac.)**

Containing **2.065** acres, more or less, being the same land conveyed by _____ and recorded in the records of said county in Book **616 & 586**, Page **419 & 224**.

Under the terms of the aforesaid lease, the said property was leased by Lessor to Lessee for a term of Five (5) years from the date thereof and so long thereafter as oil or gas are produced from said land in paying quantities or the lease is otherwise maintained pursuant to the provisions thereof.

Dated: December 17th, 2009.

WITNESS:

LESSOR:

Daniel E. Knox (SEAL)

Daniel E. Knox

Sandra L. Knox (SEAL)

Sandra L. Knox

Approved by:

Joe Bojalad, President
TriEnergy Holdings, LLC

State of West Virginia)
) ss:
County of Marshall)

On the 17th day of December in the year 2009, before me, the undersigned, a Notary Public in and for said state, personally appeared **Daniel E. Knox and Sandra L. Knox, his wife**,

personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s) is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person upon behalf of which the individual(s) acted, executed the instrument

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

Notary Public

OFFICIAL SEAL
NOTARY PUBLIC
STATE OF WEST VIRGINIA
EPIFANIO B. SCHILLACI
505 Grant Avenue
Moundsville, West Virginia 26041
My Commission Expires Aug. 8, 2015

CORPORATION

State/Commonwealth of: Pennsylvania

County of: Allegheny SS:

Before me a Notary Public in and for said county and state personally appeared: Joseph E. Bojalad, the President of TriEnergy Holdings, LLC, the above named corporation, who acknowledged to me that they did execute the foregoing instrument for and on behalf of said corporation, pursuant to authority so to do of said corporation and that the same is the free act and deed of said corporation and of themselves as such officers, for the uses and purposes therein set forth.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal at Sewickley PA this 11th day of January, ~~2009~~ 2010.

My Commission expires: 9/24/2013

Debra W. Reid

Notary Public

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Debra W. Reid, Notary Public
Sewickley Boro, Allegheny County
My Commission Expires Sept. 24, 2013
Member, Pennsylvania Association of Notaries

Jan Pest
MARSHALL County 09:26:11 AM
Instrument No 1280272
Date Recorded 01/20/2010
Document Type O&G
Pages Recorded 2
Book-Page 693-178
Recording Fee $5.00
Additional $6.00

STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing date on the 17th day of December 2009, was presented for and by me, admitted to record in my office upon the above certificate as to the parties therein named this 20th day of January 2010 at 9:26 o'clock A M.

TESTE: Jan Pest Clerk.

CPS 5M 12-09